

PAUL. WEISS. RIFKIND. WHARTON & GARRISON LLP

1815 L STREET, NW
WASHINGTON, DC 20036-5694
TELEPHONE (202) 223-7300
FACSIMILE (202) 223-7420

LLOYD K. GARRISON (1946-1991)
RANDOLPH E. PAUL (1946-1956)
SIMON H. RIFKIND (1950-1995)
LOUIS S. WEISS (1927-1950)
JOHN F. WHARTON (1927-1977)

WRITER'S DIRECT DIAL NUMBER

202-223-7373

WRITER'S DIRECT FACSIMILE

202-223-7425

WRITER'S DIRECT E-MAIL ADDRESS

hbrands@paulweiss.com

1285 AVENUE OF THE AMERICAS
NEW YORK, NY 10019-0004
TELEPHONE (212) 373-3000
FACSIMILE (212) 757-3990

62, RUE DU FAUBOURG SAINT-HONORÉ
75008 PARIS, FRANCE
TELEPHONE (33 1) 53 43 14 14
FACSIMILE (33 1) 53 43 00 23

FUKOKU SEIMEI BUILDING
2-2 UCHISAIWAICHO 2-CHOME
CHIYODA-KU, TOKYO 100-0011, JAPAN
TELEPHONE (81-3) 3597-8101
FACSIMILE (81-3) 3597-8120

2918 CHINA WORLD TOWER II
NO. 1 JIANGUOMENWAI DAJIE
BEIJING, 100004
PEOPLE'S REPUBLIC OF CHINA
TELEPHONE (86-10) 6505-0822
FACSIMILE (86-10) 6505-0830

12TH FLOOR, HONG KONG CLUB BUILDING
3A CHATER ROAD, CENTRAL
HONG KONG
TELEPHONE (852) 2536-0933
FACSIMILE (852) 2536-0822

ALDER CASTLE
10 NOBLE STREET
LONDON EC2V 7JU, U.K.
TELEPHONE (44 20) 7367 1600
FACSIMILE (44 20) 7367 1650

PARTNERS RESIDENT IN WASHINGTON

HENK BRANDS
ROBERT E. MONTGOMERY, JR.
ROBERT P. PARKER
DALE M. SARRO
PHILLIP L. SPECTOR
STUART G. STEINGOLD

WARREN B. RUDMAN, OF COUNSEL

PARTNERS NOT RESIDENT IN WASHINGTON

NEALE M. ALBERT*
MARK H. ALCOTT
ALLAN J. ARFF*
ROBERT A. ATKINS*
JOHN F. BAUGHMAN*
DANIEL J. BELLER
MICHAEL L. BERG*
MARK S. BERGMAN
BRUCE BIRENBOIM*
H. CHRISTOPHER BOEHNING*
RICHARD S. BORISOFF*
JOHN F. BREGGIO*
RICHARD J. BRONSTEIN*
JEANETTE K. CHAN*
TYVONE Y. CHAN*
DOUGLAS A. CUFU*
LEWIS R. CLAYTON
JAY COHEN
RUSSELL E. COLWELL*
DOUGLAS R. DAVIS*
JAMES M. DUBIN
LESLIE GORDON FAGEN
MARC FALCONE*
PETER L. FELCHER*
PETER E. FISCH*
ROBERT C. FLEDER*
MARTIN FLUMENBAUM
ANDREW J. FOLEY*
HARRIS B. FREIDUS*
MICHAEL E. GERTZMAN*
PAUL D. GINSBERG*
YVES H. GINSBERG*
ERIC S. GOLDSTEIN*
ERIC GOODISON*
CHARLES H. GOODE, JR.*
BRUCE A. GUTENPLAN*
GAINES GWATHMEY, III*
ALAN S. HALPERIN*
CLAUDIA HAMMERMAN*
ALBERT P. HANO*
GERARD E. HARPER*
ROBERT M. HIRSH*
STEVEN R. HOWARD*
NICHOLAS C. HOWSON*
JOYCE S. HUNG*
JEE CHARLES JOHNSON
MEREDITH J. KANE*
ROBERTA A. KAPLAN*
BRAD S. KARP*
JOHN C. KENNEDY*
FRED KINMONTH*
ALAN W. KORNBERG
RUBEN KRAIEM*
DANIEL J. KRAMER*
DAVID K. LAKHDHIR
JOHN E. LANGE*
DANIEL J. LEFFELL*
MARTIN LONDON
JEFFREY D. MARELL*
MARCO V. MASOTTI*
EDWIN S. MAYNARD*
TOBY S. MERTSON*
KEVIN J. O'BRIEN*
JOHN J. O'NEIL
KELLEY D. PARKER*
MARC E. PERLMUTTER*
MARK F. POMERANTZ*
LEONARD V. QUIGLEY*
VALERIE E. RADWANER*
CAREY R. RAMOS
MICHAEL B. REEDE*
CARL L. REISNER*
WALTER RIEMAN*
SIDNEY S. ROSENBERG*
RICHARD A. ROSEN*
ANDREW N. ROSENBERG*
STEVEN B. ROSENFELD
PETER J. ROTHENBERG*
RAPHAEL M. RUSSO*
JEFFREY D. SAFERSTEIN*
JEFFREY B. SAMUELS*
TERRY E. SCHIMEK*
KENNETH M. SCHNEIDER*
ROBERT B. SCHUMER*
JAMES H. SCHWAB*
MICHAEL J. SEGAL*
STEPHEN J. SHIMSHAK*
DAVID R. SICULAR*
MOSES SILVERMAN*
STEVEN SIMON*
ROBERT S. SMITH
MARILYN SOBEL*
AIDAN SYNNOTT*
JUDITH R. THOYER*
MARK A. UNDERBERG*
MARIA T. VULLO
THEODORE V. WELLS, JR.
STEVEN L. WOLFRAM*
LISA YANO*
JORDAN E. YARETT*
ALFRED D. YOUNGWOOD

January 30, 2003

*NOT AN ACTIVE MEMBER OF THE DC BAR.

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
4-15 12th Street, SW
Washington, D. C. 20554

RECEIVED

JAN 30 2003

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: *Ex Parte*: Carriage of Digital Television Broadcast Signals, CS
Docket No. 98-120; Inquiry Concerning High-speed Access to the
Internet Over Cable and Other Facilities, GN Docket No. 00-185,
CS Docket No. 02-52; Appropriate Framework for Broadband
Access to the Internet over Wireline Facilities, CC Docket Nos. 95-
20, 98-10, 02-33

Dear Ms. Dortch:

On January 29, 2003, Marc Apfelbaum, Executive Vice President and General Counsel, Time Warner Cable, Steven Teplitz, Vice President and Associate General Counsel, AOL Time Warner Inc., and the undersigned, of Paul, Weiss, Rifkind, Wharton & Garrison, LLP, met with Susan Eid, Legal Advisor to Chairman Powell.

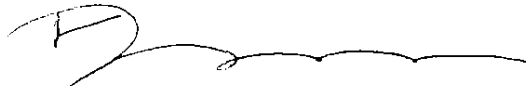
The main purpose of the meeting was to discuss issues relating to the above-captioned proceeding concerning the carriage of digital television broadcast signals. We argued that the Commission could not constitutionally require cable operators to carry broadcasters' digital "multicast" signals. In particular, we argued that such a requirement could not be defended on the rationale of the Supreme Court's *Turner* decisions. The administrative record does not and could not demonstrate that such a requirement is necessary to preserve the viability of broadcast television. Moreover, the burden imposed

on the speech of cable operators and programmers would be far greater than the burden sustained in *Turner*.

In addition, we discussed issues relating to the other proceedings mentioned in the caption of this letter. We argued that the Commission can lawfully decline to impose ISP access obligations on cable operators if the Commission decides not to eliminate ISP access obligations applicable to incumbent LECs.

Pursuant to Section 1.1206(b) of the Commission's rules, two copies of this notice are being provided to you for inclusion in the public record in the above-captioned proceeding. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Henk Brands', with a long horizontal flourish extending to the right.

Henk Brands
Counsel for Time Warner Cable

cc: Susan Eid